

EMMANUEL MACRON,
and BRIGITTE MACRON,

Plaintiffs,

v.

CANDACE OWENS,
CANDACE OWENS LLC,
and GEORGETOM, INC.,

Defendants.

*Upon Consideration of Defendants' Motion to Dismiss
or to Strike the Amended Complaint:*
GRANTED-in-part, DENIED-in-part

Chad M. Shandler, Esquire, Katharine L. Mowery, Esquire, RICHARDS, LAYTON & FINGER, P.A., Wilmington, DE, Noah Balch, Esquire, NOAH BALCH LAW P.C., Santa Monica, CA, Daniel A. Horwitz, Esquire, HORWITZ LAW, PLLC, Nashville, TN, *Attorneys for Defendants.*

RENNIE, J.

I. INTRODUCTION

This case presents a modern conflict where international public standing intersects with digital-age media distribution and state corporate privileges. Plaintiffs Emmanuel Macron and Brigitte Macron, the President and First Lady of France, bring this action seeking redress for an alleged global defamation campaign. They assert that Defendant Candace Owens, a prominent American political commentator, utilized her media platform to originate and disseminate highly damaging, false assertions concerning the First Lady's identity, the nature of the Plaintiffs' marriage, and a purported criminal cover-up.

To execute, distribute, and monetize this broadcast content, Ms. Owens operates through a coordinated business enterprise consisting of co-Defendants Candace Owens LLC and Georgetom, Inc. Although these entities are organized and incorporated under the laws of Delaware, the entire enterprise is physically headquartered in, and operated from, Ms. Owens' private domicile in Nashville, Tennessee.

Defendants collectively move to dismiss and strike the Amended Complaint on multiple procedural and substantive grounds, requiring the Court to untangle three fundamental issues. First, Ms. Owens moves to dismiss the claims raised against her in her individual capacity under Superior Court Civil Rule 12(b)(2), presenting the question of whether Delaware entity consent statutes provide a

sufficient jurisdictional hook to hold an out-of-state content creator personally accountable for a tort alleged to be localized within the state by virtue of their authority within a corporation or LLC. Second, the corporate Defendants move for dismissal under Rule 12(b)(3) on the grounds of *forum non conveniens*, testing whether a Delaware corporate citizen may escape its chosen home forum on convenience grounds. Third, Defendants move for a global dismissal under Rule 12(b)(6) via Delaware's borrowing statute, requiring a determination as to which sovereign nation holds the ultimate regulatory interest in governing the timeliness of this international dispute, while concurrently moving to strike the complaint under Rule 12(f) for procedural noncompliance.

For the reasons set forth below, the Court finds that it lacks personal jurisdiction over Ms. Owens individually. As a threshold matter, Plaintiffs did not attempt service under the applicable consent statutes, a fatal procedural defect that independently bars the exercise of statutory jurisdiction. Further, even if service had been attempted, Ms. Owens' nominal status as a manager of a Delaware LLC is constitutionally insufficient to establish minimum contacts for an out-of-state tort claim. Plaintiffs fail to properly allege the statutory requirements of either the Delaware Corporate Consent Statute or the Delaware Long-Arm Statute.

However, because the remaining entity Defendants are incorporated in Delaware and have failed to demonstrate that litigating in this state would impose

an overwhelming hardship, their motion to dismiss for *forum non conveniens* is denied. Additionally, because Plaintiffs’ procedural noncompliance in amending their complaint amounts to a mere technical infraction, Defendants’ motion to strike is denied. Finally, while the Court holds that French law provides the governing statute of limitations for this dispute pursuant to the borrowing statute, a final determination under Rule 12(b)(6) is deferred pending supplemental briefing to clarify which specific French statutory timeline controls.

II. BACKGROUND¹

A. The Parties

This action is brought by two plaintiffs: Emmanuel Macron and Brigitte Macron (together, the “Macrons” or “Plaintiffs”), the President and First Lady of France, who have been married since 2007.²

There are three defendants in this matter. Defendant Candace Owens (“Ms. Owens”) is a resident and domiciliary of Tennessee who operates as a political commentator, media personality, and content creator.³ Ms. Owens hosts a podcast titled *Candace*.⁴ She previously hosted a talk show—*Candace Owens*—for the

¹ The facts are drawn from the allegations pled in the Amended Complaint. *See* D.I. 17 (“Am. Compl.”). Under the applicable standard of review, the Court may also draw facts from the parties’ briefing. *See* D.I. 27 (“Mot.”); D.I. 29 (“Ans. Br.”); D.I. 32 (“Reply Br.”).

² Am. Compl. ¶¶ 9–10.

³ *Id.* ¶ 11.

⁴ *Id.*

media outlet The Daily Wire, until the parties parted ways in March 2024.⁵ Ms. Owens has submitted a sworn affidavit in this matter (the “Owens Affidavit”).⁶

Defendant Candace Owens LLC is a Delaware limited liability company headquartered in Nashville, Tennessee, and registered to do business in Delaware.⁷ Ms. Owens is the sole member and the sole manager of this entity.⁸ Plaintiffs allege that Ms. Owens controls the company and that it operates as a pass-through entity on her behalf.⁹ As part of Ms. Owens’ broader business enterprise, the company publishes her content through accounts on various social media and podcasting platforms, including Facebook and X (formerly Twitter).¹⁰ Plaintiffs allege that Ms. Owens oversees and directs these publications.¹¹

Defendant Georgetom, Inc. (“Georgetom”) (together with Ms. Owens and Candace Owens LLC, “Defendants”) is a Delaware corporation likewise headquartered in Nashville, Tennessee, and registered to do business in Delaware.¹² Georgetom also forms part of Ms. Owens’ business enterprise by operating her website, *CandaceOwens.com*, which publishes content created by Ms. Owens.¹³

⁵ *Id.* ¶ 50.

⁶ *See* Owens Affidavit (D.I. 16 Ex. 1) (hereinafter “Owens Aff. ¶ ____”).

⁷ Am. Compl. ¶ 12; Owens Aff. ¶ 9.

⁸ Am. Compl. ¶ 11.

⁹ *Id.* ¶ 12.

¹⁰ *Id.*

¹¹ *Id.*

¹² *Id.* ¶ 13; Owens Aff. ¶ 10.

¹³ Am. Compl. ¶ 13.

The website features an e-commerce digital storefront selling *Candace*-branded merchandise and a page offering paid subscriptions to the podcast in exchange for monthly or annual contributions.¹⁴ Plaintiffs allege that Ms. Owens exercises primary control over the management of Georgetom, including overseeing and directing the publication of content on *CandaceOwens.com*.¹⁵

B. Factual Background

The operative Amended Complaint spans 248 pages and contains 690 paragraphs.¹⁶ Accordingly, the Court limits itself to a brief overview of the controversy, focusing principally on allegations relevant to the question of personal jurisdiction.

On March 11, 2024, Ms. Owens released an episode of her then-broadcast show titled “INSANE. This is The BIGGEST Political Scandal in Human History,” focusing on a then-ongoing French defamation lawsuit challenging assertions that Mrs. Macron was born a man.¹⁷

Following her dismissal from The Daily Wire on March 22, 2024, Ms. Owens launched her current podcast, *Candace*, on June 10, 2024.¹⁸ Through this platform—and via guest appearances on independent podcasts—Ms. Owens reiterated her

¹⁴ *Id.* ¶¶ 13, 19.

¹⁵ *Id.*

¹⁶ *See* Am. Compl.

¹⁷ Am. Compl. ¶ 53.

¹⁸ *Id.* ¶¶ 59, 61.

contentions regarding Mrs. Macron.¹⁹ On July 8, 2024, Defendants began promoting and selling merchandise related to these claims.²⁰ Over the following months, Ms. Owens’ statements regarding the Macrons expanded in scope.²¹

On December 3, 2024, Plaintiffs emailed Ms. Owens demanding a retraction of her statements (the “December Retraction Demand”).²² Ms. Owens did not respond directly, but on January 10, 2025, Defendants released a *Candace* episode, and Candace Owens LLC published an X post discussing the demand.²³ In a subsequent episode released on January 13, 2025, Ms. Owens discussed the recent death of a French journalist, asserting that the journalist had been investigating the Macrons’ relationship and implying that the Macrons were responsible for her death.²⁴ Defendants formally responded to the December Retraction Demand on January 16, 2025.²⁵

On January 31, 2025, Defendants commenced an eight-part podcast series on *Candace* focused entirely on the Plaintiffs, titled *Becoming Brigitte* (the “Series”), publishing the final episode on February 20, 2025.²⁶ The Amended Complaint details

¹⁹ *Id.* ¶¶ 62–65.

²⁰ *Id.* ¶ 66.

²¹ *See, e.g.* Am. Compl. ¶ 68 (quoting Ms. Owens as purporting that the Macrons are part of “a very small group of elite oligarchs who routinely practice homosexuality and pedophilia, believe in Baphomet, and worship a transgender deity.”).

²² *Id.* ¶ 74; *see id.* ¶¶ 76–91 (outlining the contents of the December Retraction Demand).

²³ *Id.* ¶¶ 92, 94.

²⁴ *Id.* ¶ 104.

²⁵ *Id.* ¶ 107.

²⁶ *Id.* ¶¶ 2, 108, 173.

these episodes in paragraphs 108 to 181.²⁷ The Series was published on *CandaceOwens.com*, disseminated across several podcasting platforms, and promoted on social media platforms, including X.²⁸ Throughout the Series, Ms. Owens contended that Mrs. Macron is a biological man, that the Macrons are blood relatives, and that they abused levers of state power to keep the nature of their relationship a secret.²⁹

Following the close of the Series, Ms. Owens continued making statements about the Macrons.³⁰ On July 1, 2025, Plaintiffs filed a final retraction demand, which reiterated the content of both the December Retraction Demand and a subsequent February 2025 demand, while also addressing new statements made during the Series.³¹ In response, Ms. Owens publicly challenged the Macrons to sue her.³²

Plaintiffs filed the initial Complaint on July 23, 2025.³³ Over the succeeding month, Defendants released approximately fifteen episodes discussing the litigation and the underlying dispute.³⁴ In those episodes, Ms. Owens reiterated her prior

²⁷ See *id.* ¶¶ 108–81.

²⁸ See, e.g., Am. Compl. ¶ 173.

²⁹ See Am. Compl. ¶¶ 108–81.

³⁰ Am. Compl. ¶ 182.

³¹ *Id.* ¶¶ 183–84.

³² *Id.* ¶ 186.

³³ *Id.* ¶ 189.

³⁴ *Id.* ¶¶ 190–202, 205–25.

statements, introduced new allegations, and discussed this lawsuit.³⁵ Additionally, on August 1, 2025, Ms. Owens made similar representations on a third-party content creator’s podcast, and on August 4, 2025, she claimed that the appearance had reached three million views.³⁶ Ms. Owens subsequently announced a second season of *Becoming Brigitte*, with Defendants publishing the first two episodes on September 8 and 9, 2025.³⁷

C. Procedural Background

On September 12, 2025, Defendants filed their first motion to dismiss.³⁸ Plaintiffs subsequently filed the operative Amended Complaint on September 26, 2025.³⁹ On October 30, 2025, Defendants filed the instant Motion to Dismiss and Strike (the “Motion”).⁴⁰ Plaintiffs filed their opposition on December 3, 2025 (the “Answering Brief”), and Defendants submitted their final briefing on January 9, 2026 (the “Reply Brief”).⁴¹

The Court initially scheduled oral argument for April 28, 2026, but later rescheduled the matter following an April 23, 2026 status conference.⁴² Oral

³⁵ *Id.*

³⁶ *Id.* ¶¶ 203–06.

³⁷ *Id.* ¶¶ 222, 228–32.

³⁸ *See* D.I. 14.

³⁹ Am. Compl.

⁴⁰ *See* Mot.

⁴¹ *See* Ans. Br.; *see also* Reply Br.

⁴² D.I. 33, 46.

argument on the instant Motion was heard on July 27, 2026. The matter is now ripe for adjudication.

III. STANDARD OF REVIEW

A. Rule 12(b)(2): Personal Jurisdiction

When defending against a motion to dismiss under Superior Court Civil Rule 12(b)(2), “the plaintiff bears the burden of showing a basis for the trial court’s exercise of jurisdiction over the nonresident defendant.”⁴³ To survive the pleading stage, the plaintiff must make a “*prima facie* showing” that jurisdiction exists.⁴⁴ In evaluating the record, the Court draws all reasonable inferences in Plaintiffs’ favor; however, the specific factual allegations in the Amended Complaint control unless contradicted by a defendant’s affidavit.⁴⁵ If a plaintiff fails to present sufficient facts to make this *prima facie* showing, the Court must dismiss the claims against the nonresident defendant.⁴⁶

B. Rule 12(b)(3): *Forum Non-Conveniens*

Defendants move to dismiss for *forum non conveniens* pursuant to Superior Court Civil Rule 12(b)(3). Under Delaware law, the decision to decline jurisdiction

⁴³ *Wiggins v. Physiologic Assessment Servs., LLC*, 138 A.3d 1160, 1164 (Del. Super. June 3, 2016) (citations omitted).

⁴⁴ *Id.* at 1164–65.

⁴⁵ *Id.* at 1165.

⁴⁶ *Id.*

based on convenience is committed to the sound discretion of the trial court.⁴⁷ To determine whether dismissal is warranted, the Court evaluates the record against the six-factor framework established in *General Foods Corp. v. Cryo-Maid, Inc.*,⁴⁸ which requires consideration of:

1. The relative ease of access to proof;
2. The availability of compulsory process for witnesses;
3. The possibility of a view of the premises, if appropriate;
4. All other practical problems that would make trial of the case easy, expeditious, and inexpensive;
5. Whether the controversy is dependent upon the application of Delaware law, which the courts of this State more properly should decide than those of another jurisdiction; and
6. The pendency or non-pendency of a similar action in another jurisdiction.⁴⁹

The Court's weighing of these factors is dictated by the existence and status of any parallel litigation.⁵⁰ The substantive application and balancing of these individual considerations are addressed in Section IV.C of this opinion.

⁴⁷ *Olson v. AMR GP Hldgs., LLP*, 2024 WL 1005566, at *2 (Del. Super. Mar. 7, 2024) (internal citations omitted); see also *Cresa Glob. Inc. v. Chirisa Cap. Mgmt. (US) LLC*, 2025 WL 53168, at *2 (Del. Super. Jan. 9, 2025) (“Ordinarily, at the motion to dismiss stage, the Court must accept as true all of the plaintiff's well-pleaded facts and draw all reasonable inferences in the plaintiff's favor. But when a motion to dismiss is based on *forum non conveniens*, this Court exercises its sound discretion and an orderly and logical deductive process when making findings of fact.”).

⁴⁸ 198 A.2d 681 (Del. 1964).

⁴⁹ *Id.* at 684.

⁵⁰ *GXP Capital, LLC v. Argonaut Mfg. Servs.*, 253 A.3d 93, 100 (Del. 2021); *GXP Capital, LLC v. Argonaut Mfg. Servs., Inc.*, 234 A.3d 1186, 1195 (Del. Super. May 4, 2020) (“[T]he five original Cryo-Maid factors are examined for all *forum non conveniens* claims. And the later-added sixth pendency-of-other-cases factor fixes the background presumptions and thresholds against which those five factors are analyzed.”).

IV. ANALYSIS

A. Personal Jurisdiction

As an initial matter, Defendants do not challenge this Court's jurisdiction over Georgetom or Candace Owens LLC. Defendants contend only that the Court lacks personal jurisdiction over Ms. Owens, individually.

To determine whether it may properly exercise personal jurisdiction over a nonresident defendant, this Court employs a bifurcated "two-step analysis."⁵¹ First, the Court determines whether a Delaware statutory basis authorizes jurisdiction.⁵² Second, the Court evaluates whether the exercise of jurisdiction comports with constitutional due process under the Fourteenth Amendment.⁵³ The Court conducts these inquiries independently; satisfying the statutory prong does not automatically satisfy constitutional requirements, nor does satisfying the constitutional prong satisfy statutory requirements.⁵⁴

Because Ms. Owens is a nonresident of Delaware, Plaintiffs must establish a legally sound avenue for personal jurisdiction. Plaintiffs allege that statutory jurisdiction arises from two distinct sources:

⁵¹ *Matrix Parent, Inc. v. Audax Mgmt. Co., LLC*, 319 A.3d 909, 925 (Del. Super. June 27, 2024) (internal citations omitted).

⁵² *Id.*

⁵³ *Id.*

⁵⁴ *Id.*

- The Delaware Long-Arm Statute: 10 *Del. C.* § 3104, which asserts specific or general jurisdiction based on a defendant's conduct; and
- The Implied Consent Statutes: the statutory mechanisms by which an individual involved with a Delaware business entity consents to the jurisdiction of this State's courts through that involvement.⁵⁵

Specifically, Plaintiffs invoke two separate consent statutes: the Limited Liability Company Consent Statute (6 *Del. C.* § 18-109), which governs managers and members of Delaware LLCs; and the Corporate Consent Statute (10 *Del. C.* § 3114), which governs directors and officers of Delaware corporations.

1. Personal Jurisdiction over Ms. Owens Under 6 Del. C. § 18-109

a. Procedural Defect and Service of Process

Defendants contend that Plaintiffs cannot invoke the Limited Liability Company Consent Statute, 6 *Del. C.* § 18-109, because they failed to effectuate proper service under the statute.⁵⁶ Plaintiffs do not dispute this failure, but counter that Ms. Owens was properly served via the Long-Arm Statute pursuant to 10 *Del. C.* § 3104, has actual notice of the claims, and that any technical service deficiency can be readily cured by permitting subsequent service under § 18-109.⁵⁷

⁵⁵ Ans. Br. at 9–27.

⁵⁶ Mot. at 13–14.

⁵⁷ Ans. Br. at 24–25.

As a matter of fundamental procedure, a court cannot exercise statutory jurisdiction via § 18-109 if a plaintiff fails to effectuate proper service under that specific provision, rendering dismissal appropriate under Superior Court Civil Rule 12(b)(5).⁵⁸ The proper remedy for this procedural defect is dismissal without prejudice.⁵⁹ Nevertheless, because the substantive terms of the statute present a separate and independent hurdle to personal jurisdiction under Rule 12(b)(2) which Plaintiffs cannot overcome, the Court proceeds to evaluate the merits of the statutory provisions for reasons of judicial efficiency and completeness.

b. The Statutory Authorization and the “Business Related” Scope of § 18-109

Defendants argue that § 18-109 is substantively inapplicable because § 18-109(a) only confers specific jurisdiction over an LLC manager where the alleged wrongdoing directly implicates the LLC’s internal business affairs or its day-to-day operations.⁶⁰ Defendants assert that Plaintiffs have failed to demonstrate a sufficient nexus between the alleged defamation and the day-to-day operations of Candace Owens LLC.⁶¹

Plaintiffs respond that Ms. Owens committed these torts in her official capacity as the manager of Candace Owens LLC, using the LLC to publish,

⁵⁸ See *ATO Enters. of Del., LLC v. Cabrera*, 2022 WL 2678613, at *5 n.64 (Del. Ch. July 12, 2022).

⁵⁹ See *Ellington v. Oak View Gp., LLC*, 2026 WL 1707185, at *3 (Del. Super. June 12, 2026).

⁶⁰ Mot. at 15–16.

⁶¹ *Id.* at 16.

commercialize, and bolster the *Candace* podcast, thereby subjecting herself to Delaware jurisdiction.⁶²

Delaware’s LLC Consent Statute, 6 *Del. C.* § 18-109, authorizes personal jurisdiction over an LLC manager for claims that “involv[e] or relat[e] to the business of the [LLC]” or allege “a violation by the manager . . . of a duty to the [LLC].”⁶³ Consistent with its plain language, claims relating to the day-to-day business operations of a Delaware LLC fall squarely within the scope of § 18-109(a).⁶⁴ Because the statutory clauses are disjunctive, a claim may sufficiently relate to the day-to-day business of the company even if it does not allege a breach of fiduciary duty or involve the internal governance of the entity.⁶⁵

Here, Plaintiffs’ allegations satisfy the statutory hurdle for personal jurisdiction under § 18-109 because they directly relate to the business of Candace Owens LLC – specifically, the management of and dissemination of content through Ms. Owens’ Facebook, X, and other social media accounts.⁶⁶ Plaintiffs allege that

⁶² Ans. Br. at 24.

⁶³ 6 *Del. C.* § 18-109.

⁶⁴ *Next Level Ventures, LLC v. AVID USA Techs. LLC*, 2023 WL 3141054, at *20 (Del. Ch. Mar. 16, 2023).

⁶⁵ *Id.*

⁶⁶ Am. Compl. ¶ 12; see *Next Level Ventures, LLC*, 2023 WL 3141054, at *22 (finding the statutory inquiry satisfied because claims “relate to day-to-day business” of LLC defendant where manager defendants, *inter alia*, “dictated what content should appear on the [LLC defendant’s] website,” “directed various individuals to change certain product and brand references from [the LLC defendant’s] website,” and “directed personnel in the areas of marketing, engineering, and other operations”); *FeraDyne Outdoors, LLC v. Reaser*, 2025 WL 1503810, at *15 (Del. Super. Apr. 10, 2025) (“it is sufficiently alleged that [counterclaim defendant] acted as a manager . . . [a]nd the claims relate to [counterclaim defendant]’s involvement, in his managerial capacity, in negotiating

the entity, directed by Ms. Owens, facilitates the publication, distribution, and commercialization of the *Candace* podcast, and that the underlying statements made by Ms. Owens on the podcast have served as a recurring theme for the business and have been leveraged directly as a commercial merchandising opportunity.⁶⁷

c. Constitutional Due Process

Even if a claim falls within the statutory scope of § 18-109, the exercise of personal jurisdiction must still comport with constitutional due process.⁶⁸ This inquiry is particularly critical for claims that do not involve the internal affairs of an LLC, which traditionally support an implied consent analysis.⁶⁹ Because

a contract ... so the action relates to the business of the Delaware LLCs”); *Main Line Growth, LLC v. American Polymers Inc.*, 2026 WL 2531434, at *14 (Del. Super. Aug. 27, 2026) (finding that personal jurisdiction could not be asserted over a nonresident director counterclaim-defendant for his defamatory statements because the counterclaim plaintiffs alleged that the statements were made “as a form of personal retaliation ...” and failed to allege that “[the] statements were made as a part of [plaintiff/counterclaim defendant]’s ‘day to day business’”); *but see Vichi v. Koninklijke Philips Elecs. N.V.*, 2009 WL 4345724, at *8 (Del. Ch. Dec. 1, 2009) (finding claims fell outside statutory scope because they did not relate to “rights, duties and responsibilities [manager defendant] owes to [LLC defendant], or in any other way to the internal business affairs of [LLC defendant] or to the running of [LLC defendant]’s day-to-day operations”); *Hartsel v. Vanguard Grp., Inc.*, 2011 WL 2421003, at *9 (Del. Ch. June 15, 2011), *aff’d*, 38 A.3d 1254 (Del. 2012) (finding that the claims fell outside the statutory scope even though the claims related to manager defendants’ involvement in LLC defendant’s “business of providing financial advisory services...” but did not focus “on duties and obligations those [managers] owed to [the LLC]”).

⁶⁷ Am. Compl. ¶ 12; *see, e.g.*, Am. Compl. ¶ 66 (selling a Brigitte Macron “Man of the Year” T-shirt). Throughout the Amended Complaint, Plaintiffs frequently muddle their allegations as to the specific actions of the corporate defendants and Ms. Owens. *See, e.g.*, Am. Compl. ¶ 92 (“On January 10, 2025, Defendants posted on X In *her* post, [Ms.] Owens claimed... . [Ms.] Owens crafted the post to”). Under the broad reading of § 18-109 required by *Next Level Ventures*, Plaintiffs’ allegations are still sufficient for this Court to find that their claims fall within the statute’s scope.

⁶⁸ *AeroGlobal Cap. Mgmt., LLC v. Cirrus Indus., Inc.*, 871 A.2d 428, 440 (Del. 2005).

⁶⁹ *Next Level Ventures, LLC*, 2023 WL 3141054, at *21.

constitutional due process must be satisfied, the Court proceeds with the Delaware-specific framework found in *Assist Stock Management LLC v. Rosheim*⁷⁰ and subsequently performs an analysis under the traditional minimum contacts test.

i. *Assist Stock Management* Test

A plaintiff may satisfy due process via implied statutory consent under § 18-109 by satisfying the three-part test established in *Assist Stock Management*.⁷¹ This test requires that: (1) the allegations focus centrally on the manager's rights, duties, and obligations in his capacity as a manager; (2) the underlying matter is “inextricably bound up in Delaware law;” and (3) Delaware has a strong sovereign interest in providing a forum for disputes relating to the actions of LLC managers in discharging their managerial functions.⁷²

Delaware courts have historically interpreted the first prong of the *Assist Stock Management* test to refer to the rights, duties, and obligations a manager owes

⁷⁰ 753 A.2d 974 (Del. Ch. Feb. 3, 2000).

⁷¹ *See id.* at 981.

⁷² *Next Level Ventures, LLC*, 2023 WL 3141054, at *21; *Assist Stock Mgmt. LLC*, 753 A.2d at 981. Prior to the Court of Chancery’s decision in *Next Level Ventures*, Delaware courts frequently “collapsed the statutory and due process inquiries” and applied this three-part test as a threshold mechanism to determine whether statutory jurisdiction was appropriate under § 18-109. *See, e.g., Hartsel*, 2011 WL 2421003, at *9, *aff’d*, 38 A.3d 1254. In rectifying this approach, the Court of Chancery relied squarely on the Delaware Supreme Court’s interpretation of § 18-109’s corporate analogue, 10 *Del. C.* § 3114. The Delaware Supreme Court instructed courts to give full, broad effect to that statute’s plain language, and to rely instead on a traditional minimum contacts analysis to narrow the framework’s practical application and to ensure “that the statute is not used in a situationally inappropriate manner.” *See Hazout v. Tsang Mun Ting*, 134 A.3d 274, 287–91 (Del. 2016).

directly to the organization itself.⁷³ While the analytical landscape shifted following the Court of Chancery's decision in *Next Level Ventures LLC v. AVID USA Techs. LLC*,⁷⁴ which expanded the statutory inquiry to include a manager's performance of

⁷³ *Vichi*, 2009 WL 4345724, at *8. See *Cornerstone Techs., LLC v. Conrad*, 2003 WL 1787959, at *12 (Del. Ch. Mar. 31, 2003) (finding personal jurisdiction under § 18-109 comported with due process where the facts involved both the disputed termination of a CEO and issues concerning LLC equity ownership arising out of contested managerial actions); see also *Assist Stock Mgmt. LLC*, 753 A.2d at 981 (holding that the application of § 18-109 satisfied due process requirements where the underlying dispute involved a conflict between two managers over their respective operational governance responsibilities). While Delaware Courts historically utilized the *Assist Stock Management* framework as a threshold statutory hurdle, the Court of Chancery's decision in *Next Level Ventures LLC*, fundamentally decoupled the statutory and constitutional inquiries. Guided by the Delaware Supreme Court's foundational holding in *Hazout v. Tsang Mun Ting*, the Court of Chancery corrected prior practice by giving the plain, disjunctive text of § 18-109 its full, broad effect at the statutory stage, while strictly preserving the *Assist Stock Management* framework as an internal benchmark to guide the independent constitutional due process inquiry.

⁷⁴ Following the Court of Chancery's decision in *Next Level Ventures LLC*, courts must carefully scrutinize how this test operates during a due process inquiry. Under the bifurcated framework articulated in *Next Level Ventures*, statutory jurisdiction is proper if a claim either: (1) relates to the business of the LLC; or (2) involves a "violation by [a] manager . . . of a duty to the LLC." Thus, even if a plaintiff's allegations do not assert a breach of an internal fiduciary duty, statutory authorization remains valid if the claim merely relates to the broader day-to-day business of the LLC. See *supra* IV.A(i)(b).

Nonetheless, any such exercise of jurisdiction must independently survive constitutional due process. The first prong of the *Assist Stock Management* test requires a showing that "the allegations against the defendant-manager focus centrally on their rights, duties and obligations as a manager of a Delaware LLC." *Assist Stock Mgmt.*, 753 A.2d at 981. A conceptual tension arises where specific jurisdiction is invoked solely under the statute's "business-related" prong. If the first factor of the due process test is rigidly interpreted to refer exclusively to a manager's internal duties and obligations owed to the entity itself, the constitutional inquiry impermissibly circles back to the statutory "internal affairs" prong. Under such a restrictive reading, any claim that does not allege a breach of an intra-entity duty would automatically fail the first prong of the due process analysis, effectively rendering the statute's independent "day-to-day business" hook a dead letter. In a post-*Next Level Ventures* landscape, this rigid approach would collapse the distinct statutory authorization and constitutional inquiries into a single, redundant question. Such a result directly contradicts the Delaware Supreme Court's foundational guidance in *Hazout v. Tsang Mun Ting*, which mandated that courts give full effect to the plain, broad language of implied consent provisions and rely strictly on the traditional minimum contacts test to circumscribe any overbroad applications. The identical logic governing the corporate consent statute requires interpreting § 18-109 according to its plain, disjunctive meaning. *Next Level Ventures, LLC*, 2023 WL 3141054, at *20 n.206. To maintain alignment with *Hazout*, the due process analysis under § 18-109 must

key operational duties, the Court need not untangle this distinction because the second prong of the conjunctive test is entirely dispositive.

The resolution of this tort action is not “inextricably bound up” in Delaware law. Ms. Owens originated, published, and disseminated the allegedly defamatory statements from her domicile in Nashville, Tennessee.⁷⁵ All individual parties reside outside of Delaware, the entity Defendants are headquartered outside of Delaware, and the underlying conduct giving rise to these claims occurred entirely out of state.⁷⁶ The mere fact that Plaintiffs elected to bring common-law defamation and tort claims in a Delaware forum rather than in Tennessee does not inextricably bind this dispute to Delaware law.

Because Plaintiffs’ claims fail to satisfy the second *Assist Stock Management* factor, the statutory consent framework under § 18-109 cannot sustain personal jurisdiction over Ms. Owens on an implied consent theory. However, because the *Assist Stock Management* test represents only one avenue of the constitutional inquiry, this failure does not foreclose personal jurisdiction if traditional minimum contacts exist.

remain flexible enough to evaluate a manager's external, operational conduct on behalf of the entity without reflexively tethering the inquiry to internal corporate governance.

⁷⁵ Owens Aff. ¶¶ 12–14, 17.

⁷⁶ Am. Compl. ¶¶ 9–13; Owens Aff. ¶¶ 12–14.

ii. Minimum Contacts

To exercise specific personal jurisdiction over Ms. Owens under § 18-109, the operative facts must satisfy constitutional due process. Delaware courts have consistently guarded these outer constitutional boundaries.⁷⁷ For example, in *Blue v. Fireman*, the Court of Chancery concluded that executing entity documents, directing the creation of a Delaware LLC, and utilizing Delaware choice-of-law and forum selection clauses were collectively insufficient to support jurisdiction under § 18-109 for claims unrelated to the entity's internal affairs.⁷⁸

Plaintiffs attempt to overcome this hurdle by arguing that by electing to organize and run her companies under Delaware law, Ms. Owens accepted the risk of answering in Delaware courts for torts committed through those entities.⁷⁹ They contend that she purposefully availed herself of this forum by using Delaware entities to publish and monetize her statements, contracting with Delaware-registered companies to distribute content, and causing reputational harm within the state.⁸⁰ Plaintiffs liken this matter to *FeraDyne Outdoors, LLC v. Reaser*,⁸¹ where

⁷⁷ *Hazout*, 134 A.3d at 291; *Turf Nation, Inc. v. UBU Sports, Inc.*, 2017 WL 4535970, at *9 (Del. Super. Oct. 11, 2017); *BAM Int'l, LLC v. MSBA Grp. Inc.*, 2021 WL 5905878, at *9 (Del. Ch. Dec. 14, 2021); *Next Level Ventures, LLC*, 2023 WL 3141054, at *21.

⁷⁸ *Blue v. Fireman*, C.A. No. 2021-0268-LWW, at 21:22–22:8 (Del. Ch. Aug. 11, 2025) (TRANSCRIPT).

⁷⁹ Ans. Br. at 26.

⁸⁰ *Id.* at 28.

⁸¹ 2025 WL 1503810 (Del. Super. Apr. 10, 2025).

this Court found that a nonresident manager of an LLC purposefully availed himself of Delaware's jurisdiction by virtue of his status as a manager.⁸²

Plaintiffs' reliance on *FeraDyne* is misplaced because it omits critical context. In *FeraDyne*, this Court explicitly noted that the underlying contract was not “an ordinary contract for products or services,” but was instead “more akin to those cases that involve the internal affairs or corporate governance issues of Delaware entities.”⁸³

Unlike *FeraDyne*, the allegations here present a garden-variety, common-law tort claim. While Ms. Owens serves as a manager of a Delaware LLC, this action does not implicate the entity's status as a corporate citizen of Delaware, nor does it involve internal governance matters.⁸⁴ The conduct at issue occurred entirely in Tennessee, the parties reside outside of Delaware, and the entities maintain their principal places of business in Nashville.⁸⁵ Defendants have not targeted Delaware with their posts, but rather they directed them to a worldwide audience. The underlying conduct and claims have no rational connection to Delaware.

Further, Delaware has no independent regulatory or sovereign interest in this dispute, because the claims sound entirely in common-law tort rather than fiduciary

⁸² Ans. Br. at 27 (quoting *FeraDyne Outdoors, LLC*, 2025 WL 1503810, at *16).

⁸³ *FeraDyne Outdoors, LLC*, 2025 WL 1503810, at *17.

⁸⁴ Am. Compl. ¶¶ 11–13.

⁸⁵ Owens Aff. ¶¶ 12–14.

obligations or entity management.⁸⁶ Although Delaware undeniably maintains an interest in, and exercises proper personal jurisdiction over, the Delaware-formed LLC Defendant—Candace Owens LLC—this sovereign interest in the entity cannot override the independent constitutional due process protections owed to Ms. Owens as an out-of-state individual. Because the claims against the business entities can proceed to a final determination on the merits without her individual presence, dragging her into this forum solely based on fiduciary titles would render the consent statutes an unconstitutional catchall. Asserting personal jurisdiction over Ms. Owens under such circumstances would “offend traditional notions of fair play and substantial justice.”⁸⁷ Consequently, personal jurisdiction cannot constitutionally attach to Ms. Owens under § 18-109.

2. Personal Jurisdiction over Ms. Owens Under 10 Del. C. § 3114(a)

Defendants argue that Plaintiffs fail to satisfy the requirements of Delaware’s Corporate Officer and Director Consent Statute, 10 *Del. C.* § 3114. Specifically, Defendants contend that Plaintiffs have failed to allege that Ms. Owens is an officer or director of Georgetom, Inc., or that she “exercised her power as Georgetom’s fiduciary to make the statements challenged here.”⁸⁸ Plaintiffs maintain that the

⁸⁶ See *BAM Int’l, LLC*, 2021 WL 5905878, at *10.

⁸⁷ See *Int’l Shoe Co. v. Washington*, 326 U.S. 310, 316 (1945) (citing *Milliken v. Meyer*, 311 U.S. 457, 463 (1940)). See also *Burger King Corp. v. Rudzewicz*, 471 U.S. 462 (1985); *World-Wide Volkswagen Corp. v. Woodson*, 444 U.S. 286 (1980).

⁸⁸ Reply Br. at 13.

multiple allegations of Ms. Owens’ control over Georgetom found in the Amended Complaint are sufficient to ground personal jurisdiction under § 3114 as an officer of the company.⁸⁹ The Court disagrees.

At the motion to dismiss stage, Delaware courts require that a complaint, involving a non-resident officer status, provide a basis for a reasonable inference that the individual is an “officer” as contemplated by § 3114’s three prongs.⁹⁰ Under 10 *Del. C.* § 3114, an “officer” must fit into one of three categories:

1. The president, chief executive officer, chief operating officer, chief financial officer, chief legal officer, controller, treasurer, or chief accounting officer of the corporation;
2. An individual identified in the corporation’s public filings with the United States Securities and Exchange Commission;
3. An individual who, by written agreement, consented to be identified as an officer for § 3114 purposes.⁹¹

Here, Plaintiffs allege that Ms. Owens exercised control over the corporate Defendant, but critically fail to allege that Ms. Owens’ role satisfies the statutory scheme as a qualifying officer of Georgetom.⁹² Instead, Plaintiffs allege that Ms.

⁸⁹ See Am. Compl. ¶¶ 11, 13; Ans. Br. at 25.

⁹⁰ See *Altigen Commc’ns, Inc. v. Day*, 2026 WL 2455131, at *9 (Del. Ch. Aug. 21, 2026) (“The complaint does not allege facts supporting a reasonable inference that [officer defendant’s] position as Chief Strategy Officer encompassed or substantially overlapped with an identified role.”); *Gantler v. Stephens*, 2008 WL 401124, at *7 (Del. Ch. Feb. 14, 2008), *rev’d on other grounds*, 965 A.2d 695 (Del. 2009) (“The Complaint provides no basis for a reasonable inference that [officer defendant] satisfied any of Section 3114(b)’s three prongs”).

⁹¹ 10 *Del. C.* § 3114(b); *Harris v. Harris*, 289 A.3d 310, 327 (Del. Ch. Jan. 19, 2023).

⁹² See Am. Compl. ¶ 13 (“[Ms.] Owens oversees and directs all content that Georgetom publishes on Candaceowens.com. [Ms.] Owens ... has primary control over the management of Georgetom”).

Owens “is a member or manager of Georgetom.”⁹³ The Court notes that this deficiency remains after Plaintiffs were granted leave to amend to specifically address jurisdictional deficiencies.

Although this Court gives the full and broad effect to the statutory text of § 3114, Plaintiffs must sufficiently allege that Ms. Owens satisfies the statute’s requirements. The Amended Complaint contains no allegations that Ms. Owens is an officer or director of Georgetom, or that she exercised her power as Georgetom’s fiduciary to make the statements challenged here.⁹⁴ Without this basic allegation in the record, the statutory mechanism of § 3114 cannot operate.

This Court cannot expand the implied consent framework to encompass an individual whose corporate title within the targeted corporation is left completely unpled. Because the Amended Complaint fails to allege the necessary fiduciary relationship between Ms. Owens and Georgetom, the statutory authorization under 10 *Del. C.* § 3114 cannot sustain personal jurisdiction over her.⁹⁵

3. Personal Jurisdiction Under the 10 Del. C. § 3104

Alternatively, Plaintiffs seek to establish personal jurisdiction over Ms. Owens under Delaware’s Long-Arm Statute, 10 *Del. C.* § 3104. This statute

⁹³ *Id.*

⁹⁴ *See* Am. Compl.

⁹⁵ Because the Amended Complaint fails to allege implied consent under § 3114, the Court need not engage in a constitutional due process analysis. However, the Court observes that personal jurisdiction under § 3114 would also necessarily fail under the minimum contacts test for the same reasons it fails under § 18-109 as specified in IV.A(1)(ii).

authorizes the exercise of personal jurisdiction over a nonresident defendant who, *inter alia*, (i) transacts any business or performs any character of work or service in the State under subsection (c)(1); (ii) causes tortious injury in the State by an act or omission in this State under (c)(3); or, pursuant to (c)(4), (iii) causes tortious injury in the State or outside of the State by an act or omission outside the State if the person regularly does or solicits business, engages in any other persistent course of conduct in the State, or derives substantial revenue from services, or things used or consumed in the State.⁹⁶

Subsection (c)(4) provides a basis for general jurisdiction over a defendant, whereas subsections (c)(1) and (c)(3) confer specific jurisdiction.⁹⁷ Plaintiffs allege that this Court may exercise specific jurisdiction under § 3104(c)(1) and § 3104(c)(3), and general jurisdiction under § 3104(c)(4).⁹⁸ The Court addresses each subsection in turn.

a. Specific Jurisdiction Under § 3104(c)(1)

It is undisputed that Ms. Owens has had limited direct contact with Delaware. The Amended Complaint and the Owens Affidavit align in demonstrating that her sole contact with the state was her involvement in forming the Delaware entity-Defendants, Candace Owens LLC and Georgetom, Inc.⁹⁹

⁹⁶ 10 Del. C. § 3104(c)(1), (3)–(4).

⁹⁷ *Id.*

⁹⁸ Ans. Br. at 9–19.

⁹⁹ Am. Compl. ¶¶ 11–13, 19; Owens Aff. ¶¶ 7, 9–10.

Under § 3104(c)(1), this Court may exercise specific jurisdiction over a nonresident who “[t]ransacts any business or performs any character of work or service in the State.”¹⁰⁰ Because § 3104(c)(1) is a “single-act statute,” a court may exercise jurisdiction based on a single transaction engaged in within Delaware.¹⁰¹ While forming a Delaware entity can satisfy the statutory definition of “transacting business,” the “mere formation of a Delaware entity, without more, is insufficient” to establish jurisdiction over a nonresident defendant.¹⁰² To sustain personal jurisdiction, the plaintiff must demonstrate a sufficient nexus showing that the entity was specifically formed for the purpose of engaging in the underlying misconduct.¹⁰³

Plaintiffs allege that Ms. Owens’ dual actions of organizing Candace Owens LLC and incorporating Georgetom, Inc. in Delaware supply a direct statutory anchor under § 3104(c)(1).¹⁰⁴ They contend that these entities were established to manage Ms. Owens’ website, podcast, and social media platforms.¹⁰⁵ Critically, Plaintiffs fail to allege that Ms. Owens formed these entities for the specific purpose of defaming the Macrons. The mere fact that Ms. Owens created the entities to publish political commentary and investigative journalism—the broad category of activity giving rise

¹⁰⁰ 10 *Del. C.* § 3104(c)(1).

¹⁰¹ *Eudaily v. Harmon*, 420 A.2d 1175, 1180 n.4 (Del. 1980).

¹⁰² *Matrix Parent, Inc.*, 319 A.3d at 929; *Lone Pine Resources, LP v. Dickey*, 2021 WL 2311954, at *5 (Del. Ch. June 7, 2021).

¹⁰³ *SDF Funding LLC v. Fry*, 2022 WL 1521309, at *2 (Del. Ch. May 13, 2022).

¹⁰⁴ Ans. Br. at 11; Am. Compl. ¶ 19.

¹⁰⁵ Ans. Br. at 11.

to this litigation—is insufficient.¹⁰⁶ To satisfy § 3104(c)(1), the Delaware formation must have been a necessary, intentional step in the execution of the targeted tortious defamation.¹⁰⁷ Plaintiffs fail to allege such a nexus.

Alternatively, Plaintiffs assert indirect jurisdiction over Ms. Owens based on her relationships with her entity co-defendants under the dual theories of alter ego and principal-agent attribution.¹⁰⁸ Because the alter ego theory is an equitable doctrine aimed at piercing the corporate veil, this Court, as a court of law, lacks subject matter jurisdiction to grant such relief.¹⁰⁹ Under the alternative principal-agent theory, an entity's actions may be attributed to an individual who completely dominates its activities.¹¹⁰ However, Plaintiffs' pleaded factual allegations similarly do not sustain jurisdiction under this principal-agent theory.

¹⁰⁶ *Id.* at 11–12 (“Owens created [the Delaware entities] to perform precisely the kind of activity that gave rise to this litigation”); *SDF Funding LLC*, 2022 WL 1521309, at *2.

¹⁰⁷ *See SDF Funding LLC*, 2022 WL 1521309, at *2 (emphasizing the relationship between the formation of a Delaware entity and the purported misconduct); *see AeroGlobal Cap. Mgmt., LLC*, 871 A.2d at 440 (finding jurisdiction under § 3104(c)(1) existed based on the formation of a Delaware subsidiary corporation because it was formed “for the express purpose of facilitating private equity investments in the United States, including Delaware,” and the parties purposefully chose Delaware law to govern a stock purchase agreement); *In re Mobilactive Media, LLC*, 2013 WL 297950, at *28 (Del. Ch. Jan. 25, 2013) (quoting *Shamrock Hldgs. of Cal., Inc. v. Arenson*, 421 F.Supp.2d 800, 804 (D.Del. Mar. 14, 2006) (finding that the formation of the Delaware entity “must be an integral component of the total transaction to which plaintiff’s cause of action relates.”)).

¹⁰⁸ *Ans. Br.* at 17–19.

¹⁰⁹ *See SARN Energy LLC v. Tatra Defence Vehicle AS*, 2018 WL 5794599, at *7 n.79 (Del. Super. Nov. 5, 2018) (staying dismissal to allow transfer of claims based on alter ego theory to the Court of Chancery).

¹¹⁰ *See Outokumpu Engineering Enterprises, Inc. v. Kvaerner EnviroPower, Inc.*, 685 A.2d 724, 730 (Del. Super. July 10, 1996).

Defendants argue on reply that Plaintiffs waived this agency theory by failing to plead specific agency allegations in the Amended Complaint.¹¹¹ While Defendants concede that Ms. Owens directs these entities, they argue that mere management control does not establish that the entities acted as her personal legal agents.¹¹²

Under settled Delaware law, where a corporate fiduciary acts solely in an official capacity to direct an entity, the entity's out-of-state actions will not be personally attributed to that individual for jurisdictional purposes unless the plaintiff can establish an agency relationship or alter ego status.¹¹³ Establishing that a corporation acted as a director's personal agent is tantamount to piercing the corporate veil, and the Court finds that the bare factual allegations set forth in the Amended Complaint do not support such a finding.¹¹⁴

In their Answering Brief, Plaintiffs raise for the first time that at least one of the Delaware entities contracted with major global distribution platforms (e.g., Amazon, Spotify or YouTube) to commercialize the *Candace* podcast.¹¹⁵ However, Ms. Owens states in her affidavit that both entities are headquartered in and conduct business exclusively out of her home office in Tennessee.¹¹⁶ Though Ms. Owens is

¹¹¹ Reply Br. at 9–10.

¹¹² See *id.* at 10–11 (citing *Fitzgerald v. Cantor*, 1999 WL 182575, at *1 (Del. Ch. Mar. 25, 1999)).

¹¹³ *Microsoft Corp. v. Amphus, Inc.*, 2013 WL 5899003, at *10 n.40 (Del. Ch. Oct. 31, 2013).

¹¹⁴ *Id.* (“Establishing [that] the corporation was acting as the director's agent or alter ego is tantamount to piercing the corporate veil.”); see Am. Compl.

¹¹⁵ Ans. Br. at 14.

¹¹⁶ Owens Aff. ¶ 7.

the sole manager of Candace Owens LLC and directed the publications in that capacity, Plaintiffs fail to allege facts elevating her conduct beyond a standard, routine relationship between an LLC and its officer.

Accordingly, this Court cannot assert personal jurisdiction over Ms. Owens under 10 *Del. C.* § 3104(c)(1), either directly or via an agency theory.

b. Specific Jurisdiction Under § 3104(c)(3)

Plaintiffs next invoke specific jurisdiction under § 3104(c)(3), which requires a showing that Ms. Owens caused a tortious injury in Delaware through a tortious act or omission committed within Delaware.¹¹⁷ Plaintiffs contend this burden is met because Delaware residents read and heard the allegedly defamatory statements.¹¹⁸

This argument is unpersuasive. Even if Defendants' digital publications were consumed by Delawareans, Defendants did not publish the content from Delaware.¹¹⁹ Pleading that a tortious injury was felt within Delaware is legally insufficient to satisfy subsection (c)(3); the operative tortious act itself must occur inside the state's borders.¹²⁰

¹¹⁷ 10 *Del. C.* § 3104(c)(3).

¹¹⁸ See Ans. Br. at 13; Humphrey Aff. Ex. B, C (screenshots of posts from Delawareans in Candace-related comment threads).

¹¹⁹ Reply Br. at 9–10; Owens Aff. ¶¶ 12–14.

¹²⁰ *Rotblut v. Terrapinn, Inc.*, 2016 WL 5539884, at *6 (Del. Super. Sept. 30, 2016) (“[Defendant’s] knowledge that its website may be viewed in Delaware or accessed by Delaware residents is not sufficient to establish jurisdiction under § 3104(c)(3).”); See *Cytotheryx, Inc. v. Castle Creek Biosciences, Inc.*, 2025 WL 3142373, at *9 (Del. Ch. Nov. 10, 2025) (“For the second prong of § 3104(c)(3) to be satisfied, Delaware courts require that an individual be physically present in Delaware while making defamatory statements.”).

The facts here are analogous to *Rotblut v. Terrapinn, Inc.*,¹²¹ where an Illinois blogger published an article on a website owned by a Delaware corporation.¹²² This Court found it had specific jurisdiction over the corporate entity, but lacked jurisdiction under (c)(3) over the individual out-of-state writer.¹²³ As in *Rotblut*, the mere fact that Defendants were aware that their online content could be viewed by Delaware residents does not constitute an “act or omission in this State” under 10 *Del. C.* § 3104(c)(3).¹²⁴ Hence, because Ms. Owens performed no physical act or omission within the borders of this State when creating or distributing the digital content, jurisdiction under subsection (c)(3) cannot attach.

c. General Jurisdiction Under § 3104(c)(4)

Plaintiffs’ final statutory basis for personal jurisdiction is 10 *Del. C.* § 3104(c)(4), which governs general jurisdiction. General jurisdiction attaches when a plaintiff’s claims arise from conduct completely separate from the nonresident’s specific activities within the forum state.¹²⁵ Instead, the jurisdictional inquiry focuses exclusively on the continuous relationship between the forum and the defendant, rendering the forum’s connection to the localized controversy immaterial.¹²⁶ To subject Ms. Owens to general jurisdiction under § 3104(c)(4), Plaintiffs must

¹²¹ 2016 WL 5539884.

¹²² *Id.* at *2.

¹²³ *Id.* at *6.

¹²⁴ *Id.*

¹²⁵ *Cuppels v. Mountaire Corp.*, 2019 WL 2296242, at *4 (Del. Super. May 29, 2019).

¹²⁶ *Id.*

demonstrate that she: (1) regularly conducts or solicits business in Delaware; (2) engages in a persistent course of conduct within the state; or (3) derives substantial revenue from services or things used or consumed inside Delaware.¹²⁷

Plaintiffs contend that Ms. Owens regularly conducts and solicits business in Delaware through her corporate co-defendants, which publish and promote her content.¹²⁸ Plaintiffs also argue that Ms. Owens engages in a persistent course of conduct in Delaware because her entities contract with major global platforms incorporated or operating in Delaware, such as Meta, YouTube, Spotify, and Amazon.¹²⁹ Plaintiffs further note that Ms. Owens has previously availed herself of Delaware courts as a plaintiff in prior litigations.¹³⁰ Finally, Plaintiffs assert that Ms. Owens derives substantial revenue from the national and global monetization of her podcast through subscriptions, advertisements, and merchandise, a portion of which presumably originates from Delaware consumers.¹³¹ These arguments, most of which are not adequately alleged in the Amended Complaint, fail to satisfy the high threshold required for general jurisdiction.

First, Plaintiffs' allegations do not establish that Ms. Owens regularly conducts or solicits business in Delaware. This Court's prior decision in *Owens v.*

¹²⁷ *Owens v. Lead Stories, LLC*, 2021 WL 3076686, at *4 (Del. Super. July 20, 2021) (citing *LaNuova D&B, S.p.A v. Bowe Co., Inc.*, 513 A.2d 764, 767–68 (Del. 1986)).

¹²⁸ Ans. Br. at 14.

¹²⁹ *Id.*

¹³⁰ *Id.*

¹³¹ *Id.* at 15.

*Lead Stories, LLC*¹³²—a defamation action brought by Ms. Owens herself—is highly instructive. In *Lead Stories*, this Court refused to exercise general jurisdiction over an out-of-state media defendant.¹³³ As in *Lead Stories*, the fact that Ms. Owens’ business entities contract with third-party digital platforms that operate extensively in Delaware does not mean Ms. Owens individually conducts business here.¹³⁴ The jurisdictional contacts of independent corporations like Meta or YouTube cannot be imputed to Ms. Owens by virtue of her entities’ commercial distribution agreements.¹³⁵ Further, under settled Delaware law, the mere maintenance of a globally accessible website or social media page is insufficient to confer general jurisdiction, even if it can be viewed by Delaware residents.¹³⁶

Second, Plaintiffs’ allegations do not establish that Ms. Owens engages in a persistent course of conduct in Delaware. Her entities’ contractual distribution networks are insufficient for the reasons stated above. Stripping away those third-party platforms, Plaintiffs fail to identify any independent, systematic conduct by Ms. Owens within the state. Ms. Owens is a resident of Tennessee, does not own real property, maintains no office or bank accounts, and holds no assets in Delaware.¹³⁷

¹³² 2021 WL 3076686.

¹³³ *See id.* at *4.

¹³⁴ *See id.*

¹³⁵ *Id.*

¹³⁶ *Rotblut*, 2016 WL 5539884, at *6; *Owens*, 2021 WL 3076686, at *4.

¹³⁷ *Owens*. Aff. ¶¶ 2–5, 7, 12, 17.

While her business entities are formed under Delaware law, they are operated exclusively out of her home office in Nashville.¹³⁸ Further, a non-resident's strategic use of prior Delaware litigation as a plaintiff in an unrelated matter does not establish a continuous jurisdictional presence under § 3104(c)(4).¹³⁹

Finally, Plaintiffs fail to set forth concrete factual allegations that Ms. Owens derives “substantial revenue” from Delaware. Plaintiffs merely allege that Ms. Owens monetizes her content by selling subscriptions and merchandise to a nationwide audience that includes Delaware residents.¹⁴⁰ This claim impermissibly groups Ms. Owens with the other corporate entity Defendants. Indeed, while the entities operate the e-commerce storefront and manage the podcast subscription tiers, there are absolutely no concrete allegations that Ms. Owens herself, in her individual capacity, derives any direct revenue from the State of Delaware.¹⁴¹ The potential for incidental revenue derived from a globally available website managed by corporate third parties is insufficient; Plaintiffs must present specific facts demonstrating that Ms. Owens' personal commercial activities yielded

¹³⁸ Am. Compl. ¶¶ 12–13; Owens Aff. ¶¶ 7–18.

¹³⁹ *Cf. Yu v. GSM Nation, LLC*, 2018 WL 2272708, at *7 (Del. Super. Apr. 24, 2018) (“... (c)(4) is applicable when a defendant has contacts with this State that are so extensive and continuing ...”); *cf. Sprint Nextel Corp. v. iPCS, Inc.*, 2008 WL 2737409, at *8–9 (Del. Ch. July 14, 2008) (finding that the filing of a lawsuit could be a “single act” for § 3104(c)(1) purposes by interpreting the statute broadly).

¹⁴⁰ Ans. Br. at 15.

¹⁴¹ *See generally* Am. Compl.

disproportionately substantial or deliberate revenue from this state.¹⁴² No such facts have been alleged.

Accordingly, this Court cannot exercise personal jurisdiction over Ms. Owens under 10 *Del. C.* § 3104(c)(4), or any other provision of the Delaware Long-Arm Statute.¹⁴³ Because Plaintiffs have failed to establish personal jurisdiction under either the implied consent statutes or the long-arm framework, Defendants' motion to dismiss Defendant Candace Owens, individually, is **GRANTED**.¹⁴⁴

B. Statute of Limitations

Defendants seek a global dismissal of this action, contending that Plaintiffs failed to initiate this litigation within the applicable statute of limitations. Specifically, Defendants argue that pursuant to Delaware's borrowing statute, 10 *Del. C.* § 8121, this Court must apply the Republic of France's strict three-month statute of limitations for defamation rather than Delaware's two-year limitations

¹⁴² *Rotblut*, 2016 WL 5539884, at *6.

¹⁴³ For all the shortcomings set forth above under the Long-Arm Statute, Plaintiffs have not met their burden of showing that jurisdiction in Delaware is minimally plausible such that the Court should exercise its discretion to permit jurisdictional discovery. *See Altigen Commc'ns, Inc. v. Day*, 2026 WL 2455131, at *10 (Del. Ch. Aug. 21, 2026); *MacLaughlan v. Einheiber*, 354 A.3d 864, 887 (Del. Ch. Feb. 26, 2026) (finding that plaintiff was not entitled to jurisdictional discovery due to failure to allege "any combination of facts that could suggest the existence of a Delaware-directed act").

¹⁴⁴ As with § 3114, the Court need not proceed with a constitutional due process analysis because personal jurisdiction fails to attach under the requisite statutory scheme. However, the Court once more notes that personal jurisdiction under § 3104 would necessarily fail under the minimum contacts test for the same reasons specified in IV.A(1)(ii).

period.¹⁴⁵ Under a three-month standard, Defendants assert that all of Plaintiffs' claims are entirely time-barred.¹⁴⁶

Plaintiffs counter that Delaware's borrowing statute is inapplicable, meaning Delaware's substantive two-year limitations period governs.¹⁴⁷ Alternatively, Plaintiffs contend that even if the borrowing statute applies, either Tennessee or Delaware possesses the most significant relationship to the claims, rendering France's statute of limitations inapplicable.¹⁴⁸

Delaware's borrowing statute dictates:

Where a cause of action arises outside of this State, an action cannot be brought in a court of this State to enforce such cause of action after the expiration of whichever is shorter, the time limited by the law of this State, or the time limited by the law of the state or country where the cause of action arose, for bringing an action upon such cause of action.¹⁴⁹

The borrowing statute is explicitly designed to prevent non-resident plaintiffs from forum shopping for longer limitations periods.¹⁵⁰ Significantly, the statutory text contemplates causes of action arising not only in an out-of-state domestic jurisdiction but also within a foreign country, thereby directly encompassing an

¹⁴⁵ Mot. at 23.

¹⁴⁶ *Id.*

¹⁴⁷ See Opp'n at 35–37.

¹⁴⁸ See *id.* at 37–40.

¹⁴⁹ 10 Del. C. § 8121.

¹⁵⁰ See *Soares v. Continental Motors, Inc.*, 2021 WL 6015701, at *3 (Del. Super. Dec. 17, 2021).

international dispute involving a foreign-domiciled party.¹⁵¹ To determine where a cause of action “arises” under 10 *Del. C.* § 8121, Delaware courts utilize the “most significant relationship” test drawn from the *Restatement (Second) of Conflict of Laws* (the “Restatement”).¹⁵² While this test routinely balances competing state interests, its application becomes uniquely heightened when analyzing a conflict involving a foreign sovereign nation.¹⁵³ When evaluating choice-of-law issues involving multistate defamation, Delaware courts look directly to Restatement § 150.¹⁵⁴

Under Restatement § 150(2), there is a rebuttable presumption that, for an aggregate defamatory communication directed at a natural person, the venue of the most significant relationship is the state where the plaintiff was domiciled at the time

¹⁵¹ See *Schmidt v. Washington Newspaper Publ'g Co., LLC*, 2019 WL 4785560, at *2 (Del. Super. Sept. 30, 2019) (California); *US Dominion, Inc. v. Newsmax Media, Inc.*, 2025 WL 211497 (Del. Super. Jan. 16, 2025) (Colorado and New York); see also *Bell Helicopter Textron, Inc. v. Arteaga*, 113 A.3d 1045 (Del. 2015) (Mexico); *Soares*, 2021 WL 6015701 (Turks & Caicos).

¹⁵² Restatement § 150; see *Johnson v. Warner Bros. Ent.*, 2017 WL 588714, at *3 (D.Del. Feb. 14, 2017) (“To determine where a cause of action arises for purposes of the borrowing statute, Delaware’s choice of law rules ask which state has the most significant relationship to the claims and to the parties.”). One 2002 Superior Court decision instead purported that Delaware applies the statute of limitations of the state whose substantive law is applicable, but Delaware courts have not followed this interpretation. See *Cerullo v. Harper Collins Publishers, Inc.*, No. CIV.A. 01C-03-21-CHT, 2002 WL 243387, at *4 (Del. Super. Feb. 19, 2002).

¹⁵³ *Bell Helicopter Textron*, 113 A.3d at 1052 (directing trial courts to be “extremely cautious not to intrude in the legitimate interests of other sovereign states ... when our law is not at stake”).

¹⁵⁴ *Schmidt*, 2019 WL 4785560, at *2. The Restatement defines multistate defamation as a situation “where a defamatory statement in an aggregate communication is published to persons other than the person defamed in two or more states.” Restatement § 150 cmt. a. “Aggregate communications are those that are published simultaneously in two or more states.” *Aoki v. Benihana, Inc.*, 839 F.Supp.2d 759, 765 (D.Del. Mar. 15, 2012). “[T]ypical Internet publication[s], where access is generally available to anyone at any time, [are] considered aggregate communication[s].” *Id.* (citing *Pendergrass v. ChoicePoint, Inc.*, 2008 WL 5188782, at *3 (E.D.Pa. Dec. 10, 2008)).

of the injury.¹⁵⁵ This presumption recognizes that defamation inflicts a unique injury, the primary impact of which is felt where the plaintiff resides among friends, neighbors, and professional associates.¹⁵⁶ As noted in Comment b to Restatement § 150, favoring the plaintiff’s domicile furthers the essential choice-of-law values of certainty, predictability, uniformity, and ease of judicial application.¹⁵⁷

A plaintiff can rebut this baseline domicile presumption only by pleading facts that demonstrate extraordinary considerations showing that another jurisdiction holds a more significant relationship with the occurrence and the parties.¹⁵⁸ Under Comment e to Restatement § 150, a non-domiciliary state may displace the state of domicile if the defamatory communication caused the plaintiff the greatest reputational injury there.¹⁵⁹ This exception typically requires allegations showing that:

- (i) the plaintiff is better known in that alternative state than in their home domicile;
- (ii) the defamatory matter directly relates to an activity of the plaintiff principally located in that alternative state;
- (iii) the plaintiff sustained greater special damages in that alternative state; or

¹⁵⁵ Restatement § 150(2). The term “state” as used throughout the Restatement is defined as “a territorial unit with a distinct general body of law.” Restatement § 3.

¹⁵⁶ *Aoki*, 839 F.Supp.2d at 765.

¹⁵⁷ Restatement § 150 cmt. *b*.

¹⁵⁸ *Schmidt*, 2019 WL 4785560, at *3.

¹⁵⁹ Restatement § 150 cmt. *e*.

- (iv) the defamatory content achieved its principal circulation in that alternative state.¹⁶⁰

In addition to reputational impact, the Court must weigh the state where the defendant performed the acts of communication (such as compiling, producing, and distributing content) alongside the state of the defendant's domicile, incorporation, and principal place of business.¹⁶¹ Finally, under Restatement § 150 Comment b, any potential displacement must be evaluated through the general choice-of-law principles of Restatement § 6, which balance interstate and international needs, the relative policies and interests of competing forums, the protection of justified expectations, and systemic judicial efficiency.¹⁶²

Applying these principles, the Court begins with the undisputed fact that Plaintiffs are French citizens domiciled in France. Consequently, because this case features a foreign nation where Plaintiffs' primary standing is rooted, a strong, rebuttable presumption arises in favor of applying that foreign nation's local law over any domestic state's limitations framework.

At oral argument, Plaintiffs' counsel contended that this Court must first independently analyze the global policy principles of Restatement § 6 to determine whether applying the domicile presumption is proper in the first instance.¹⁶³ This

¹⁶⁰ *Id.*; see *US Dominion, Inc.*, 2025 WL 211497, at *3.

¹⁶¹ *Id.*

¹⁶² Restatement § 150 cmt. b.

¹⁶³ *Macron v. Owens*, C.A. No. N25C-07-194 SKR, at 102:6–103:18 (Del. Super. July 27, 2026) (TRANSCRIPT).

argument misconstrues the Restatement mechanism.¹⁶⁴ The clear mechanics of Restatement § 150 dictate that the local law of the plaintiff's domicile applies *unless* a party pleads facts proving that another state maintains a more significant relationship.¹⁶⁵ A court looks to Restatement § 6 principles to evaluate the strength of an alternative state's competing interests, not to generate a threshold hurdle before the domicile presumption can attach.¹⁶⁶ Comment e to Restatement § 150 reinforces

¹⁶⁴ Restatement § 150 cmt. *b* (courts should apply “the local law of the state selected pursuant to the provisions of Subsection (2) ... unless, with respect to the particular issue, some other state has a more significant relationship to the occurrence and the parties.”); Restatement § 150 cmt. *e* (“when the defamer's act or acts of communication are done in a state other than that of the plaintiff's domicil[e] and when the matter complained of is published in the state of the plaintiff's domicil[e] and in one or more other states to which the plaintiff has a substantial relationship ..., the local law of the state of the plaintiff's domicil[e] *will be applied* unless, with respect to the particular issue, one of the other states has a more significant relationship to the occurrence and the parties.”) (emphasis added).

¹⁶⁵ *Id.* The Court is similarly unpersuaded by Plaintiffs' sweeping contention that the First Amendment of the United States Constitution precludes the application of the borrowing statute to import France's shorter limitations window. It is well-settled Delaware jurisprudence that the determination of which limitations period applies under the borrowing statute is a matter of procedural, rather than substantive, law. *See Am. Energy Techs., Inc. v. Colley & McCoy Co.*, 1999 WL 301648, at *2 (D.Del. Apr. 15, 1999) (stating that “statutes of limitations are generally considered to be procedural rather than substantive law”). Because the borrowing statute operates strictly as a procedural tool to regulate the timeliness of claims brought within this forum, applying a foreign country's limitations period does not implicate or diminish substantive First Amendment protections.

Further, the federal Securing the Protection of our Enduring and Established Constitutional Heritage (SPEECH) Act, 28 U.S.C. §§ 4101–4105, has no bearing on this analysis. The SPEECH Act explicitly prohibits United States courts from recognizing or enforcing foreign defamation *judgments* unless the underlying foreign ruling complies with American constitutional due process and First Amendment standards. Here, there is no foreign judgment, nor are the parties seeking the domestic enforcement of a foreign decree. Instead, the remaining parties are merely litigating which sovereign nation's statute of limitations controls the initiation of a fresh defamation action brought originally within the United States, specifically before the Delaware Superior Court. Accordingly, constitutional and statutory free-speech bars offer no escape from the procedural operations of 10 *Del. C.* § 8121.

¹⁶⁶ Restatement § 150 cmt. *b*; *see Schmidt*, 2019 WL 4785560, at *3.

this sequence, confirming that when a defamatory statement is published across multiple nations—including the plaintiff's home country—the local law of the domicile controls unless an alternative forum carries a more significant relationship to the occurrence and the parties.¹⁶⁷

To escape the application of France's three-month statute of limitations, Plaintiffs bear the burden of alleging factual considerations demonstrating that an American forum holds a more significant relationship to this dispute. Plaintiffs contend that Delaware or, alternatively, Tennessee possesses a more compelling connection to the claims than France.¹⁶⁸ The Court will evaluate these competing domestic forums under the Restatement § 150 factors below.

1. The Concentration of Reputational Injury in France Triggers a Powerful, Unrebutted Presumption in Favor of French Law

As the President and First Lady of France, Plaintiffs undeniably possess global reputations. However, this Court cannot accept the proposition that Plaintiffs are better known in Delaware or Tennessee than in their home country. While Plaintiffs allege that this suit was necessitated because Defendants amplified their claims “on a global scale,” the factual allegations underscore that the primary effect of any alleged reputational damage is overwhelmingly concentrated within France.¹⁶⁹ Because the principal impact of the aggregate communications is felt in the nation

¹⁶⁷ Restatement § 150 cmt. *e*.

¹⁶⁸ Opp’n at 35–40.

¹⁶⁹ Am. Compl. at ¶¶ 53, 163, 257–58, 294–97, 301–02; Am. Compl. at ¶¶ 22 n.8, 299, 303, 382.

where Plaintiffs reside and hold public office, this factor strongly reinforces the presumption that the French statute of limitations applies.

2. The Location of Broadcast Publication in Tennessee Fails to Rebut the Domicile Presumption or Establish a Compelling Sovereign Interest

The record establishes that Defendants originated, produced, and published the challenged statements in Tennessee. Ms. Owens operates the *Candace* podcast from her home office in Nashville; Candace Owens LLC and Georgetom, Inc. maintain their principal places of business at that same Nashville location; and Ms. Owens' employees perform their work within Tennessee.¹⁷⁰ While the location of the tortious conduct favors the application of Tennessee law, this factor standing alone is legally insufficient to overcome the strong presumption favoring the limitations period of the Plaintiffs' domicile.¹⁷¹

Critically, a mere discrepancy between the physical location of publication and a plaintiff's foreign domicile will not, without more, rebut the baseline presumption that in multistate defamation cases the claims arise where the plaintiff resides.¹⁷² In the digital age, broadcast content is routinely disseminated from a single domestic point of origin to a borderless global audience. If the location of the microphone or the physical server could independently override the plaintiff's

¹⁷⁰ Owens Aff. ¶¶ 7, 12, 14.

¹⁷¹ See *US Dominion, Inc.*, 2025 WL 211497, at *6.

¹⁷² See, e.g., *id.* at *6.

domicile, the *Restatement's* structured choice-of-law protections for multistate defamation would be entirely subverted. Because the primary reputational impact and localized sting of the injury occur where the target lives and works, the place of publication represents a secondary procedural factor that cannot displace France's primary regulatory interest in establishing time bars for such claims.

3. The Incorporation of Entity Defendants in Delaware is a Nominal Connection Insufficient to Override the Law of the Domicile

The geographic distribution of the remaining Defendants' corporate domiciles is uncontested. Candace Owens LLC and Georgetom, Inc. are organized and incorporated under the laws of Delaware, while maintaining their principal places of business in Nashville, Tennessee.¹⁷³ Ms. Owens is an individual domiciliary of Tennessee.¹⁷⁴ Because the alleged defamatory statements were prepared and disseminated from Tennessee, this factor points primarily toward Tennessee.

On balance, however, this secondary corporate nexus fails to overcome the threshold presumption favoring the French limitations framework. In a multistate defamation action involving a national or global broadcast, the corporate domiciles of the publisher are heavily outweighed by the plaintiff's domicile.¹⁷⁵ Under Restatement § 150, the law of the state of the defendants' production or incorporation is generally insufficient to override the limitations law of the plaintiff's domicile

¹⁷³ Am. Compl. ¶¶ 12–13.

¹⁷⁴ *Id.* ¶ 11.

¹⁷⁵ See *US Dominion, Inc.*, 2025 WL 211497, at *6.

unless that alternative jurisdiction demonstrates a superior interest in the specific controversy.¹⁷⁶

Here, Delaware has no relationship to the underlying tortious behavior, and Tennessee's regulatory interest in the conduct of its local content creators is eclipsed by France's overwhelming sovereign interest in vindicating the reputational status of its head of state within its own borders.

Further, this Court accords diminutive weight to the mere corporate status of the entity Defendants within this State. This Court's decision in *Schmidt v. Washington Newspaper Publ'g Co.*,¹⁷⁷ is instructive. In *Schmidt*, the defamation plaintiff was a California resident who suffered injury in California, while the underlying defamatory conduct occurred in Washington, D.C.¹⁷⁸ This Court dismissed the action, holding that the defendant's bare incorporation in Delaware was a nominal connection insufficient to displace the state of injury or domicile.¹⁷⁹

Similarly, the only intersections between this litigation and Delaware are that: (1) Plaintiffs selected this forum to file their claims; and (2) the corporate Defendants are incorporated here. Under Restatement § 150, these aggregate factors cannot

¹⁷⁶ See *Schmidt*, 2019 WL 4785560, at *3.

¹⁷⁷ 2019 WL 4785560.

¹⁷⁸ *Id.* at *1.

¹⁷⁹ *Id.* at *3–4.

defeat the sovereign interest of the jurisdiction where the primary reputational harm occurred.

4. French Law Governs the Timeliness of This Action Under Delaware's Borrowing Statute

Because Plaintiffs cannot overcome the presumption that France maintains the most significant relationship to the tort claims at issue, this Court holds that the French statute of limitations governs the timeliness of this action when Delaware's borrowing statute is applied.

At oral argument, Plaintiffs raised for the first time the contention that France's *Law of July 29, 1881 on the Freedom of the Press* contains more than one limitations period for defamation claims.¹⁸⁰ Under French law, a standard defamation action must be brought within a strict three-month period following publication.¹⁸¹ However, French statutory law apparently expands this limitations period to one year when the defamation is directed at an individual or group on account of their sex, sexual orientation, or gender identity.¹⁸²

¹⁸⁰ *Macron v. Owens*, C.A. No. N25C-07-194 SKR, at 109:1–113:21 (Del. Super. July 27, 2026) (TRANSCRIPT).

¹⁸¹ Loi du 29 juillet 1881 sur la liberté de la presse [Law on Freedom of the Press of July 29, 1881], Journal Officiel de la République Française [J.O.] [Official Gazette of France], July 30, 1881, art. 32(1) (defining defamation); *id.* at art. 65-1 (providing the statute of limitations).

¹⁸² Loi du 29 juillet 1881 sur la liberté de la presse [Law on Freedom of the Press of July 29, 1881], Journal Officiel de la République Française [J.O.] [Official Gazette of France], July 30, 1881, art. 32(3) (defining the tort); *id.* at 65-3 (extending statute of limitations).

In support of their motion, Defendants submitted a foreign law declaration from French legal expert Emmanuel Dreyer.¹⁸³ Professor Dreyer stated that this extended one-year limitations period for the discriminatory provision applies strictly where a speaker reproaches a target for conduct deemed shameful or hostile by reason of a protected characteristic, rather than for a bare assertion concerning a person's biological identity.¹⁸⁴

Importantly, Professor Dreyer noted that when Plaintiffs previously initiated parallel litigation in France regarding identical statements, they proceeded under the standard three-month statute (Article 32, Paragraph 1) rather than the discriminatory statutory exception (Article 32, Paragraph 3).¹⁸⁵ Plaintiffs failed to plead any facts or submit counter-expert testimony or affidavits regarding French law in their opposition briefing.

While this Court possesses the authority to disregard Plaintiffs' French statutory interpretation argument due to their failure to raise it in their opposition briefing, or to adopt the uncontradicted interpretation offered by Defendants' expert, a definitive ruling on dismissal is premature. In the interest of absolute fairness and judicial precision, the Court will exercise its discretion to defer final adjudication of the Rule 12(b)(6) limitations defense pending supplemental briefing.

¹⁸³ Mot. Ex. 2. (hereinafter “Dreyer Decl. ¶ ___”).

¹⁸⁴ Dreyer Decl. ¶ 26.

¹⁸⁵ *Id.* ¶ 27.

Accordingly, having determined that the French statute of limitations supplies the controlling period under 10 *Del. C.* § 8121, the Court orders that the parties submit supplemental briefs restricted exclusively to identifying which specific French statutory timeline governs these precise allegations: the baseline three-month statute of limitations or the extended one-year discriminatory statutory exception.¹⁸⁶

C. Forum non conveniens

Defendants seek a global dismissal of the remaining claims against the entity Defendants under the doctrine of *forum non conveniens*. A motion to dismiss relying on this doctrine requests that a court possessing valid jurisdiction nevertheless decline to exercise it.¹⁸⁷ The decision to grant or deny relief rests within the sound discretion of the trial court, but Delaware Courts are traditionally hesitant to dismiss on convenience grounds. The doctrine is not a vehicle to determine which forum is merely more convenient; rather, dismissal is granted only in the rare and exceptional case where the plaintiff's choice of forum visits an undue, overwhelming hardship upon the defendant.¹⁸⁸

As noted in Section III.B of this opinion, the Court evaluates these motions by weighing the six factors established in *General Foods Corp. v. Cryo-Maid, Inc.*¹⁸⁹

¹⁸⁶ Delaware counsel are directed to meet and confer then submit a proposed stipulated briefing schedule to the Court for consideration.

¹⁸⁷ *Olson*, 2024 WL 1005566, at *2 (quoting in full *GXP Cap., LLC*, 234 A.3d at 1193, *aff'd*, 253 A.3d at 97).

¹⁸⁸ *Id.*

¹⁸⁹ 198 A.2d 681.

These factors require the Court to assess: (1) the relative ease of access to proof; (2) the availability of compulsory process for witnesses; (3) the possibility of a view of the premises, if appropriate; (4) all other practical problems that would make trial of the case easy, expeditious, and inexpensive; (5) whether the controversy is dependent upon the application of Delaware law, which the courts of this State more properly should decide than those of another jurisdiction; and (6) the pendency or non-pendency of a similar action in another jurisdiction.¹⁹⁰

Because this Delaware action is the first and only litigation filed between these parties, the strict *Cryo-Maid* “overwhelming hardship” standard governs the Court’s analysis.¹⁹¹ Having already determined that the Court lacks personal jurisdiction over Ms. Owens individually, the Court evaluates these six factors solely as they apply to the remaining business entities: Candace Owens LLC and Georgetom, Inc.

1. Relative Ease of Access to Proof

Defendants argue that the ease of access to proof favors a Tennessee forum because Plaintiffs concede that the material witnesses and relevant evidence are located exclusively in Tennessee or France, rather than Delaware.¹⁹² Plaintiffs counter that this factor is neutral because the litigation involves the internal books

¹⁹⁰ *GXP Capital, LLC*, 253 A.3d at 101.

¹⁹¹ *GXP Capital LLC*, 234 A.3d at 1194 (“When the Delaware case is the first action filed, relief via *forum non conveniens* is available only in the face of “overwhelming hardship” from Delaware litigation. This application of the *Cryo-Maid* factors constitutes the “*Cryo-Maid* test.”).

¹⁹² Reply Br. at 30.

and records of Delaware business entities.¹⁹³ Further, Plaintiffs note that Ms. Owens' public statements indicate she intends to seek non-party discovery from individuals residing outside of Tennessee, meaning evidence is already geographically dispersed.¹⁹⁴ Finally, Plaintiffs point out that, with respect to any proof located in France, there is no comparative advantage between a Delaware or a Tennessee forum.¹⁹⁵

On balance, this factor is neutral. Defendants' primary argument is that it would be more convenient for their personnel to litigate in Tennessee. A showing of mere inconvenience to a defendant's witnesses, however, is legally insufficient to demonstrate the overwhelming hardship required to displace a plaintiff's chosen forum.¹⁹⁶

2. Availability of Compulsory Process for Witnesses

Defendants assert that this factor favors dismissal because the *Candace* podcast and its corporate staff reside in Tennessee.¹⁹⁷ They argue that Plaintiffs have failed to identify specific Delaware-based witnesses, their corporate roles, or how

¹⁹³ Ans. Br. at 44–45.

¹⁹⁴ *Id.* at 44.

¹⁹⁵ *Id.*

¹⁹⁶ *Cresa Global*, 2025 WL 53168, at *3 (addressing Virginia, not Tennessee, and using the *Gramercy* Test (no presumptions for either party) rather than *Cryo-Maid* (heavy presumption favoring Plaintiffs)). If the witness location does not tip the scales under *Gramercy*, it certainly would not under *Cryo-Maid*.

¹⁹⁷ Reply Br. at 30.

they could be compelled to travel to Delaware for trial.¹⁹⁸ Plaintiffs respond with the settled corporate proposition that a Delaware entity can be compelled to produce its own officers, directors, and managing agents within this State.¹⁹⁹ Plaintiffs also note that Delaware’s adoption of the Uniform Interstate Depositions and Discovery Act permits remote depositions, effectively mitigating any geographic inconvenience.²⁰⁰

Defendants’ contention on reply that Plaintiffs bear the burden of identifying witnesses at this stage misconstrues the operative legal standard.²⁰¹ Under the *Cryo-Maid* test, it is the moving defendant who bears the burden of identifying specific, material witnesses who would be beyond the compulsory process of this Court or uniquely inconvenienced by a Delaware forum.²⁰² The fact that it is difficult for a party to make such a showing at the pleading stage underscores the limited utility of this mechanism prior to discovery. Accordingly, this factor is neutral.

3. Possibility of a View of the Premises

Because this action involves digital and broadcast defamation, there are no physical premises to view. This factor is neutral.

¹⁹⁸ *Id.*

¹⁹⁹ Ans. Br. at 45 (citing *Olson*, 2024 WL 1005566, at *4).

²⁰⁰ *Id.* at 46.

²⁰¹ See *Nokia Sols. & Networks Oy v. Collision Comms., Inc.*, 2020 WL 2095829 at *5 n.39 (Del. Super. Apr. 30, 2020) (citing *Playtex*, 1989 WL 40913, at *8 as saying “[I]n order to prevail on a *forum non conveniens* motion to dismiss, [movant] must identify the inconvenienced witnesses and the specific substance of their testimony.”).

²⁰² *Id.*

4. Other Practical Problems Affecting an Easy, Expeditious, and Inexpensive Trial

Defendants argue that no cognizable burden would be imposed on Plaintiffs if they were forced to re-file their claims in Tennessee, and that maintaining a separate action against the entities in Delaware while Ms. Owens is dismissed creates a risk of duplicative litigation and inconsistent rulings.²⁰³ Plaintiffs respond that the corporate Defendants deliberately availed themselves of the benefits and protections of Delaware law by choosing to organize here.²⁰⁴

Practical considerations strongly disfavor dismissal. While a transfer might have been seamless at the time Defendants filed their Motion, an evaluation of the current landscape reveals that a *forum non conveniens* dismissal would effectively extinguish Plaintiffs' claims. Tennessee imposes a strict one-year statute of limitations for defamation and libel claims.²⁰⁵ Because the claims here arise from broadcasts and statements disseminated between January 31, 2025, and February 20, 2025, Plaintiffs would be temporally barred from initiating a new action in Tennessee.²⁰⁶

Further, Defendants' concern regarding duplicative litigation or inconsistent rulings is entirely speculative. There is no parallel, active proceeding currently

²⁰³ Mot. at 34–35.

²⁰⁴ Ans. Br. at 49.

²⁰⁵ Tenn. Code Ann. § 28-3-104 (2025).

²⁰⁶ See Am. Compl. ¶¶ 305–690.

pending in Tennessee. This Court will not grant a motion to dismiss based on a defendant's hypothetical prediction that a foreign jurisdiction might entertain a refiled suit. Because compelling Plaintiffs to refile in Tennessee would strip them of an available forum due to the expiration of the limitations period, practical considerations heavily favor retention.

5. Dependence on the Application of Delaware Law

Defendants argue that because this action is brought by French citizens against Tennessee residents regarding statements recorded in Tennessee that caused injury in France, Delaware substantive law is inapplicable.²⁰⁷ Plaintiffs counter that choice-of-law determinations are premature at the pleading stage, and that this Court is fully equipped to interpret and apply foreign law whenever necessary.²⁰⁸

Having determined in the preceding choice-of-law analysis that French law provides the governing limitations framework, the Court notes that Delaware courts routinely interpret and apply foreign law. The necessity of applying foreign law does not, by itself, visit an overwhelming hardship upon a defendant. Accordingly, this factor does not compel dismissal.

²⁰⁷ Mot. at 33.

²⁰⁸ Ans. Br. at 48 (citing *Dow Chem. Co. v. Organik Kimya Hldg. A.S.*, 2018 WL 2382802, at *6 (Del. Ch. May 25, 2018)).

6. Synthesis and Balancing of Conveniences

Evaluating the *Cryo-Maid* factors in the aggregate, Defendants have failed to meet their heavy burden of demonstrating that litigating this matter in Delaware would inflict an undue or overwhelming hardship. While Tennessee may present a more geographically convenient center of gravity for Defendants' operational activities, mere inconvenience does not suffice to displace a plaintiff's chosen forum. On balance, Delaware's strong sovereign interest in providing a forum for actions against its own domestic business entities, coupled with the lack of an alternative active proceeding, compels this Court to retain jurisdiction over the entity Defendants. Accordingly, Defendants' Motion to Dismiss on the grounds of *forum non conveniens* is **DENIED**.

D. Defendants' Motion to Strike

Following Defendants' initial motion to dismiss, Plaintiffs filed their Amended Complaint without seeking prior leave of Court. Defendants move to strike under Superior Court Civil Rule 12(f),²⁰⁹ arguing that Plaintiffs supplemented their pleading pursuant to Superior Court Civil Rule 15(d) rather than amending it under Rule 15(a).²¹⁰ While a party may amend a pleading once as a matter of course under Rule 15(a), Rule 15(d) requires a formal motion to supplement the record.²¹¹

²⁰⁹ Rule 12(f) empowers the Court to Strike any redundant, immaterial, impertinent or scandalous matter, as well as pleadings filed in non-compliance with Court rules.

²¹⁰ Mot. at 21.

²¹¹ Del. Super. Ct. Civ. R. 15(d).

Notably, a request for supplementation is evaluated under the same liberal standard that governs motions to amend.²¹²

The operative distinction between an amendment and a supplement is temporal: supplementation occurs when a party adds to the original complaint by setting forth transactions, occurrences, or events that have happened *since* the date of the original pleading.²¹³ An amendment, by contrast, should relate strictly to matters that occurred *prior* to the date of the pleading being amended.²¹⁴

In practice, the distinction between an amendment and a supplement is often inconsequential and routinely ignored.²¹⁵ Delaware courts possess the authority to *sua sponte* treat a purported amendment as a valid motion to supplement under Rule 15(d) rather than employing the drastic remedy of striking the pleading under Rule 12(f).²¹⁶ While this Court has previously struck improper amendments when the *bona fides* of the new allegations had not been fully explored, the decision to strike a pleading pursuant to Rule 12(f) or to treat a procedurally flawed amendment as a constructive supplement rests entirely within the sound discretion of the Court.²¹⁷

²¹² See *Parnes v. Bally Entertainment Corp.*, 2000 WL 193112, at *2 (Del. Ch. Feb. 8, 2000).

²¹³ *Pella Corp. v. Am. Cas. Co. of Reading, P.A.*, 2012 WL 1408855, at *1 (Del. Super. Mar. 14, 2012) (quoting Del. Super. Ct. Civ. R. 15(d)).

²¹⁴ *Id.*

²¹⁵ *Id.*

²¹⁶ See *Agilent Techs., Inc. v. Kirkland*, 2009 WL 119865, at *4–5 (Del. Ch. Jan. 20, 2009).

²¹⁷ 6A CHARLES A. WRIGHT, ARTHUR R. MILLER & MARY KAY KANE, FEDERAL PRACTICE AND PROCEDURE § 1510 (2008)).

Defendants contend that allowing supplementation here would be futile, arguing that many of the newly added paragraphs detail statements made *after* the initial publications and are therefore irrelevant to their state of knowledge at the time of publication.²¹⁸ Plaintiffs maintain, however, that these subsequent statements constitute highly relevant circumstantial evidence of Defendants' state of mind.²¹⁹ In response, Defendants assert that *U.S. Dominion Inc. v. Fox News Network, LLC*,²²⁰ the authority cited by Plaintiffs, applies only to proving actual malice based on formal republication, not the initial publication.²²¹ The Court finds Defendants' restrictive reading of *Dominion* unpersuasive; subsequent statements can properly illuminate a speaker's intent, state of mind, or continuous course of conduct.²²²

²¹⁸ Mot. at 21–23.

²¹⁹ Opp'n at 30. "Circumstantial evidence . . . may take many forms . . . including a refusal to retract the statement and continuing to repeat statements that have been proven false." *US Dominion Inc. v. Fox News Network*, 293 A.3d 1002, 1043 (Del. Super. Mar. 31, 2023) (citing *Nunes v. Lizza*, 12 F.4th 890, 900 (8th Cir. 2021)).

²²⁰ 293 A.3d 1002 (Del. Super. Mar. 31, 2023)

²²¹ Reply Br. at 18.

²²² *US Dominion Inc.*, 293 A.3d at 1043. The statement quoted in *US Dominion* originates from an Iowa Supreme Court case. See *Bertrand v. Mullin*, 846 N.W.2d 884, 901 (Iowa 2014). There, a political candidate continued to run an allegedly defamatory advertisement against his opponent after being informed of its falsity during a debate. *Id.* at 889–90. Although the Court held that actual malice was not established under the specific facts of that case, it acknowledged that "[i]t goes without saying that a speaker who repeats a defamatory statement after being informed of the statement's unambiguous falsity does as at the peril of generating an inference of actual malice." *Id.* at 901. Accordingly, the most natural reading of *Dominion* is that allegations detailing a defendant's statements after the fact are highly relevant circumstantial evidence of intent even if they cannot be individually dispositive at the initial publication stage. See also *Dongguk Univ. v. Yale Univ.*, 734 F.3d 113, 126 (2d Cir. 2013) (stating that under Connecticut law, a failure to retract or correct earlier misstatements could be relevant to an actual malice inquiry, provided that some evidence of actual malice exists at the time of the initial communication).

Rule 15(d) embodies a highly permissive standard designed to foster adjudication on the merits.²²³ Where, as here, a party commits a purely technical formatting error in an otherwise valid amendment, it is judicially inefficient to invoke Rule 12(f) to strike allegations that are directly pertinent to the underlying dispute. Accordingly, Defendants' Motion to Strike Plaintiffs' Amended Complaint is **DENIED**.

V. CONCLUSION

For the foregoing reasons, Defendants' Motion to Dismiss and Strike is **GRANTED-IN-PART** and **DENIED-IN-PART** as follows:

1. Defendants' Motion to Dismiss for Lack of Personal Jurisdiction under Rule 12(b)(2) is **GRANTED** solely as to Defendant Candace Owens, and she is hereby **DISMISSED** from this action;
2. Defendants' Motion to Dismiss on the grounds of *forum non conveniens* under Rule 12(b)(3) as to the remaining entity Defendants is **DENIED**; and
3. Defendants' Motion to Strike Plaintiffs' Amended Complaint under Rule 12(f) is **DENIED**.

IT IS FURTHER ORDERED that the Court's final determination on Defendants' Motion to Dismiss under Rule 12(b)(6) is **DEFERRED** pending supplemental briefing on foreign law. Having determined that French law provides

²²³ *Agilent Techs.*, 2009 WL 119865, at *5.

the governing limitations framework under 10 *Del. C.* § 8121, the remaining parties shall submit supplemental briefs addressing whether the three-month baseline statute of limitations or the one-year discriminatory framework applies to the specific allegations in the Amended Complaint.

IT IS SO ORDERED.

A handwritten signature in blue ink, appearing to read 'S. Rennie', is written over a horizontal line.

Sheldon K. Rennie, Judge